

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

UNITED STATES OF AMERICA, *et al.*,

Plaintiffs,

v.

AMERICAN AIRLINES GROUP INC.
and
JETBLUE AIRWAYS CORPORATION,

Defendants.

Civil Action No.: 1:21-cv-11558-LTS

DECLARATION OF JOSEPH ESPOSITO

I, Joseph Esposito, declare, pursuant to 28 U.S.C. § 1746, as follows:

1. I understand American Airlines Group Inc. (“American Airlines”), Defendant in the above-captioned action (the “Northeast Alliance Lawsuit”), has issued a non-party trial subpoena (the “Subpoena”) and filed a motion to compel my presence as a witness at trial. I submit this declaration in support of my and Delta Air Lines, Inc.’s (“Delta”) opposition to the motion to compel and in support of our motion to quash the Subpoena. I have personal knowledge of the facts contained herein, and, if called as witness, I could and would testify competently thereto.

2. I understand that American Airlines and JetBlue Airways (“JetBlue”) announced a business partnership in 2020, dubbed the “Northeast Alliance,” which is the subject of the above-referenced lawsuit brought by the United States Department of Justice (the “Northeast Alliance Lawsuit”).

3. Neither I nor my employer Delta is a party to the Northeast Alliance Lawsuit.

4. I have never been an employee or representative of American Airlines or JetBlue.

5. Delta, headquartered in Atlanta, Georgia, is a publicly-traded, Fortune 500 company, and is ranked second among the world's largest airlines by number of scheduled passengers carried, revenue passenger-miles flown, and fleet size. Delta, along with its subsidiaries and regional affiliates, operates nearly 5,000 flights daily and serves over 250 destinations in over 50 countries on six continents.

6. I am Delta's Senior Vice President for Network Planning, a role I have held since 2018. In that role, my responsibilities place me in charge of leading and developing Delta's global network strategy, including those routes serviced by the Northeast Alliance.

7. Before becoming Senior Vice President for Network Planning, I was Vice-President for Network Planning - The Americas, and was responsible for the day-to-day economic, financial, and capacity planning of Delta's domestic system as well as schedule planning.

8. Scott Laurence was an employee of Delta from January 18, 2022 until he resigned on February 15, 2022. He was hired to serve as Vice President of Network Planning, and reported to me. Before joining Delta, Mr. Laurence was employed by JetBlue. I understand he is now an employee of American Airlines. During his short time at Delta, Mr. Laurence was walled off from discussions, if any, regarding Defendants' "Northeast Alliance."

9. I was deposed in this case on June 21, 2022. During my June 21, 2022 video-taped deposition, I was questioned extensively by both American Airlines and attorneys for the United States government on topics I understand to be related to the Northeast Alliance Lawsuit. I answered all those questions to the best of my ability, and have no additional information to add on any of the questions posed.

10. As a Senior Vice President for Network Planning at Delta, my responsibilities require me to maintain a very full schedule. My role leading the team developing Delta's global

network strategy places substantial demands on my time, especially as Delta returns to its normal schedule post-COVID.

11. I understand that American Airlines is seeking to compel me to appear at the trial during the week of October 10, 2022.¹ From October 10 to October 13, I am scheduled to lead and/or attend multiple business meetings each day in Atlanta. I am scheduled to leave the country on the afternoon of October 13 and will be overseas through October 17 on a personal trip that was planned long before August 25, 2022.

12. For other dates I understand to be in the timeframe of the trial, I have multiple work meetings scheduled on September 27, 2022, before I depart that afternoon for a business trip to Europe, where I will be through September 29. I will then be in Salt Lake City, Utah on September 30. For the week of October 3-7, I am scheduled to lead and/or attend between five and seven business meetings scheduled for each of Monday, October 3 through Thursday, October 6, and one meeting scheduled for Friday, October 7, all of which are scheduled to occur in Atlanta. On October 18 and October 19, 2022, I will be in Los Angeles, California for a Delta airline operations event.

13. Having to reschedule or cancel those trips, and instead to prepare for, travel to, and attend trial in Boston, would impose a significant burden on both me personally, and on Delta. Similarly, being forced to reschedule or cancel my scheduled meetings would impose a significant burden on me and my team at Delta.

¹ The cover letter to the served subpoena offers conflicting information by indicating any date between October 4 and October 17. I assume the document filed with the court is more accurate.

I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true and correct.

Executed on this 21 day of September, 2022.



Joseph Esposito